

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

IN RE:

APPLICATION UNDER 28 U.S.C. § 1782
TO TAKE DISCOVERY FROM
BROOKFIELD INFRASTRUCTURE
PARTNERS L.P., BROOKFIELD ASSET
MANAGEMENT LTD., BROOKFIELD
CORPORATION, CAHILL GORDON &
REINDEL LLP, KPMG LLP, THE BANK OF
NOVA SCOTIA, SCOTIA CAPITAL (USA)
INC., SCOTIA HOLDINGS (USA) LLC,
ARUP LATIN AMERICA S.A., ARUP
AMERICAS, INC., CITIBANK, N.A.,
WELLS FARGO, N.A., JPMORGAN
CHASE & CO., THE CLEARING HOUSE
PAYMENTS COMPANY L.L.C., AND THE
FEDERAL RESERVE BANK OF NEW
YORK

Case No. 1:24-mc-00533

**DECLARATION OF SCOTT CURTIS NIELSON IN SUPPORT OF APPLICATION
UNDER 28 U.S.C. § 1782 AUTHORIZING APPLICANT TO CONDUCT DISCOVERY
IN THIS DISTRICT FOR USE IN FOREIGN PROCEEDINGS**

Scott Curtis Nielson declares the following under penalty of perjury pursuant to 28 U.S.C. § 1746:

1. I am an attorney duly admitted to practice law in New York and Washington, D.C. I am an attorney at the law firm Boies Schiller Flexner LLP (“BSF”). BSF is counsel for the Metropolitan Municipality of Lima, Peru (the “MML” or the “Applicant”).

2. I make this declaration in support of the MML’s Application under 28 U.S.C. § 1782 to take discovery from Brookfield Infrastructure Partners L.P., Brookfield Asset Management LTD., Brookfield Corporation, Cahill Gordon & Reindel LLP, KPMG LLP, The Bank Of Nova Scotia, Scotia Capital (USA) Inc., Scotia Holdings (USA) LLC,

Arup Latin America S.A., Arup Americas, Inc., Citibank, N.A., Wells Fargo, N.A., JP Morgan Chase & Co., The Clearing House Payments Company L.L.C., and The Federal Reserve Bank Of New York.

3. The MML therefore respectfully files this application (“Application”) for judicial assistance under 28 U.S.C. § 1782(a) (“Section 1782”) and Rules 26 and 45 of the Federal Rules of Civil Procedure. The discovery sought will support actual and contemplated criminal proceedings in Peru (the “Criminal Proceedings”).

4. Except as otherwise indicated, all statements in this Declaration are based upon my personal knowledge and experience, or upon my review of records maintained by BSF in the regular course of its representation of the MML. Insofar as they are within my own knowledge, the facts and matters set forth herein are, to the best of my own knowledge and belief, true.

5. The following individuals and entities have been identified by Peruvian special prosecutors as relevant for the Criminal Proceedings: Susana María del Carmen Villarán de la Puente, José Miguel Castro Gutiérrez, Domingo Arzubialde Elorrieta, María Julia Méndez Vega, Daniela Maguiña Ugarte, José Adelmario Pereira Neto / José Adelmario Pinheiro Filho, Gabriel Prado Ramos, Marco Hugo del Mastro Vecchione, Guillermo Adolfo Loli Ramirez, Cecilia Margarita Levano de Rossi, Jorge Antonio Torres Padilla, Marco Antonio Zevallos Bueno, Luis Gómez Cornejo Rotalde, Oscar Ricardo Vidaurreta Yzaga, Juan Carlos Becerra Jara, José César Castro Joo, Mónica Giannina Pozo Palomino, Cesar Simón Meiggs Rojas, Freddy Jesús Chirinos Castro, Mario Ruas Nogueira, Felicita Graciela Cárdenas Vásquez, Antonio Eleuberto Martorelli, Guilherme Borges de Queiroz, Momentum, Ogilvy & Mather S.A., Chirinos & Salinas Asociados S.A.C. – CHISAC, Asociación de Amigos de Lima Metropolitana, Constructora, Consultora y Servicios Generales Generación S.A., CMR Construcciones S.A.C., Rentable pe S.A.C., Mindshare

Perú S.A.C., J. Walter Thompson Company Sucursal del Perú, Asociación Ciudadanos por Lima, Diálogo Vecinal, and Concesionaria Rutas de Lima S.A.C.

6. To the best of my knowledge the Discovery Subjects are subject to the jurisdiction of the U.S. District Court for the Southern District of New York for purposes of a judicial assistance motion under 28 U.S.C. § 1782.

7. Attached hereto as Exhibit A is a subpoena for documents from Brookfield Asset Management Ltd, Brookfield Corporation, and Brookfield Infrastructure.

8. Attached hereto as Exhibit B is a subpoena for deposition from Brookfield Asset Management Ltd, Brookfield Corporation, and Brookfield Infrastructure.

9. Attached hereto as Exhibit C is a subpoena for documents from Cahill Gordon & Reindell LLP.

10. Attached hereto as Exhibit D is a subpoena for documents from KPMG

11. Attached hereto as Exhibit E is a subpoena for documents from The Bank of Nova Scotia, Scotia Capital (USA) Inc., and Scotia Holdings (USA) LLC.

12. Attached hereto as Exhibit F is a subpoena for documents from Arup Latin America S.A., and Arup Americas, Inc.

13. Attached hereto as Exhibit G is a subpoena for documents from Citibank N.A.

14. Attached hereto as Exhibit H is a subpoena for documents from Wells Fargo Bank N.A.

15. Attached hereto as Exhibit I is a subpoena for documents from JP Morgan Chase & Co.

16. Attached hereto as Exhibit J is a subpoena for documents from The Clearing House Payments Company L.L.C.

17. Attached hereto as Exhibit K is a subpoena for documents from The Federal Reserve Bank of New York.

18. Attached hereto as Exhibit L is a subpoena for deposition from L. Benjamin Vaughan.

19. Attached hereto as Exhibit 1 is a true and correct copy of a plea agreement between Odebrecht S.A and the U.S. Department of Justice.

20. Attached hereto as Exhibit 2 is a true and correct copy of the Rutas de Lima S.A.C vs. MML arbitration award (dated May 11, 2020) along with a certified translation.

21. Attached hereto as Exhibit 3 is a true and correct copy of the Rutas de Lima S.A.C vs. MML, ad hoc arbitration witness statement of Jose Miguel Castro Gutierrez (dated May 21, 2021) along with a certified translation.

22. Attached hereto as Exhibit 4 is a true and correct copy of the Rutas de Lima S.A.C vs. MML arbitration award (dated December 16, 2022) along with a certified translation.

23. Attached as Exhibit 5 is a true and correct copy of both the original and machine-translated excerpts from Villarán's Order of Indictment.

24. Attached as Exhibit 6 is a true and correct copy a of a IDL Reporteros article "Odebrecht's leavened accounts" (dated August 26, 2011) along with a machine translation.

25. Attached hereto as Exhibit 7 is a true and correct copy of Declaration of Collaborator No. 14-2017 (dated January 27, 2021) along with a certified translation of relevant excerpts.

26. Attached as Exhibit 8 is a true and correct copy of relevant excerpts from Witness Applicant Statement No. 14-2017 along with a certified translation.

27. Attached hereto as Exhibit 9 is a true and correct copy of the case file of the Multiparty Investigation Commission in charge of investigating alleged bribes, kickbacks and gifts received by public officials at different levels of government along with a machine translation.

28. Attached hereto as Exhibit 10 is a true and correct copy of an official translation of minutes of transcription of the continuation of execution of sentence record issued within the special process of effective collaboration of Jorge Barata, along with a certified translation.

29. Attached hereto as Exhibit 11 is a true and correct copy of the Declaration of Jorge Barata along with a certified translation of relevant excerpts.

30. Attached hereto as Exhibit 12 is a true and correct copy of testimony declaration of Carlos Ramon Noda Yamada along with a certified translation of relevant excerpts.

31. Attached hereto as Exhibit 13 is a true and correct copy of the transcript and translation of the statement of Raul Ribeiro Pereira Neto along with a certified translation.

32. Attached hereto as Exhibit 14 is a true and correct copy of a Rutas Memorandum of Law in Opposition to Vacate (dated April 21, 2023).

33. Attached hereto as Exhibit 15 is a true and correct copy of the transcript of the declaration of the effective collaborator Vladimir Flavio Perreira Garreta along with a certified translation.

34. Attached hereto as Exhibit 16 is a true and correct copy of the transcription minutes of the effective collaborator Jorge Barata along with a certified translation.

35. Attached hereto as Exhibit 17 is a true and correct copy of the transcription of the declaration of collaborator No. 185-2020, Raul Pereyra along with a certified translation (dated July 10, 2020).

36. Attached hereto as Exhibit 18 is a true and correct copy of a BBC article “Lima’s first woman mayor Villaran survives recall vote” (dated March 19, 2013).

37. Attached hereto as Exhibit 19 is a true and correct copy of a Wall Street Journal article “Peruvian Voters Expected to Return Ex-Mayor to Office” (dated October 3,

2014).

38. Attached hereto as Exhibit 20 is a true and correct copy of a transcript record of the declaration of collaborator 185-2020, Raul Pereyra (dated June 6, 2020) along with a certified translation.

39. Attached hereto as Exhibit 21 is a true and correct copy of an accumulation and extension of the provision formalization of a preparatory investigation (dated May 6, 2019) along with a certified translation.

40. Attached hereto as Exhibit 22 is a true and correct copy of a transcript of a call between Gabriel Prado, Jorge Castro, and Susana Villaran along with a certified translation.

41. Attached hereto as Exhibit 23 is a true and correct copy of the expert report No. 03-2021 along with a certified translation.

42. Attached hereto as Exhibit 24 is a true and correct copy of the declaration of Maria Lucia Guimaraes Tavares (dated April 10, 2019) along with a certified translation.

43. Attached hereto as Exhibit 25 is a true and correct copy of a transcript record of the prosecutor's reception of the records (dated March 3, 2021) along with a certified translation.

44. Attached hereto as Exhibit 26 is a true and correct copy of the provision of services and supplies agreement No. 056 VNL- RDL along with a certified translation.

45. Attached hereto as Exhibit 27 is a true and correct copy of the provision of services and supplies agreement No. 060 VNL- RDL along with a certified translation.

46. Attached hereto as Exhibit 28 is a true and correct copy of the provision of services and supplies agreement No. 077 VNL- RDL along with a certified translation.

47. Attached hereto as Exhibit 29 is a true and correct copy of the transcript Minutes of the effective collaborator identified with code no. 185-2020 along with a certified

translation.

48. Attached hereto as Exhibit 30 is a true and correct copy of the transcript minutes of the effective collaborator identified with code no. 140-2019 along with a certified translation.

49. Attached hereto as Exhibit 31 is a true and correct copy of the statement continuation from applicant to effective collaborator identified with code no. 140-2019 along with a certified translation.

50. Attached hereto as Exhibit 32 is a true and correct copy of the transcript of statement continuation from applicant to effective collaborator identified with code no. 140-2019 along with a certified translation.

51. Attached hereto as Exhibit 33 is a true and correct copy of the purported success fee paid in connection with the Vias Nuevas de Lima project along with a certified translation.

52. Attached hereto as Exhibit 34 is a true and correct copy of a 2014 foreign Limited Liability Company annual report (dated February 25, 2014).

53. Attached hereto as Exhibit 35 is a true and correct copy of a Reuters article “Peru ex-president Kuczynski ordered into pre-trial house arrest” (dated April 28, 2019) along with a machine translation.

54. Attached hereto as Exhibit 36 is a true and correct copy of a certificate of withdrawal of authority to transact business in Florida (dated August 18, 2023).

55. Attached hereto as Exhibit 37 is a true and correct copy of the transcript record of collaborator No. 155-209 along with a certified translation.

56. Attached hereto as Exhibit 38 is a true and correct copy of a witness declaration of Benjamin Vaughan (dated June 30, 2021).

57. Attached hereto as Exhibit 39 is a true and correct copy of the Utero article

titled “This is how Odebrecht was very happy with the Humala government (and with the management of Susana Villarán)” (dated July 8, 2015) along with a machine translation.

58. Attached hereto as Exhibit 40 is a true and correct copy of a Peru Reports article “Peru: Ollanta Humala implicated in Brazil’s Carwash scandal” (dated February 23, 2016).

59. Attached hereto as Exhibit 41 is a true and correct copy of a Newsfeed article “The President of Peru’s Parting Gift? A Controversial Statue of Jesus” (dated June 29, 2011).

60. Attached hereto as Exhibit 42 is a true and correct copy of Peru 21 article “Villaran inaugurated the beach without having completed the work” (dated December 27, 2011) along with a machine translation.

61. Attached hereto as Exhibit 43 is a true and correct copy of a BBC article “Brazil’s Odebrecht corruption scandal explained” (dated April 17, 2019).

62. Attached hereto as Exhibit 44 is a true and correct copy of Panam Post article “Peru: Criminal proceedings opened against former president Alejandro Toledo” (dated April 21, 2016) along with a machine translation.

63. Attached hereto as Exhibit 45 is a true and correct copy of the Diario Correo article “Prosecutor’s Office opens investigation into Alejandro Toledo and Pedro Pablo Kuczynski for the Odebrecht case” (dated March 11, 2016) along with a machine translation.

64. Attached hereto as Exhibit 46 is a true and correct copy of excerpts of the preliminary report on the bribes received from Brazilian companies (dated April 2016) along with a machine translation.

65. Attached hereto as Exhibit 47 is a true and correct copy of the article from Diario La Noticia “Susana Villarán has the support of the caviars in the Prosecutor’s Office” (dated March 2, 2024) along with a machine translation.

66. Attached hereto as Exhibit 48 is a true and correct copy of a Brookfield press release on the acquisition of Brazilian water distribution company (dated April 25, 2017).

67. Attached hereto as Exhibit 49 is a true and correct copy of the United States Securities Exchange Commission Report for JP Morgan and Chase & Co. Form 8-K (dated October 22, 2024).

68. Attached hereto as Exhibit 50 is a true and correct copy of a Reuters article “How Brookfield snatched bargain assets amid Brazil panic” (dated May 21, 2018).

69. Attached hereto as Exhibit 51 is a true and correct copy of a Politica article “Susana Villaran’s Daughter and Ex-Husband Were Proxies of Spanish Construction Company” (dated April 29, 2019) along with a machine translation.

70. Attached hereto as Exhibit 52 is a true and correct copy of a Market Screener article “Brookfield Infrastructure Partners L.P. and SUEZ SA entered into an agreement to acquire H2Olmos S.A. and Concesionaria Traspase Olmos S.A. from Odebrecht Latinvest Peru S.A.C.” (dated November 25, 2016).

71. Attached hereto as Exhibit 53 is a true and correct copy of a Reuters article “Peru Government Fires Special Attorney on Odebrecht Graft Probe” (dated July 20, 2017).

72. Attached hereto as Exhibit 54 is a true and correct copy of a Market Screener article “Brookfield Infrastructure Partners L.P. and SUEZ SA cancelled the acquisition of H2Olmos S.A. and Concesionaria Traspase Olmos S.A. from Odebrecht Latinvest Peru S.A.C.” (dated March 11, 2018).

73. Attached hereto as Exhibit 55 is a true and correct copy of a Reuters article “Colombia sells Isagen controlling stake to Brookfield for \$1.99 billion” (dated January 13, 2016).

74. Attached hereto as Exhibit 56 is a true and correct copy of a Brookfield Infrastructure Partners, LP Q3 Interim Report from 2020.

75. Attached hereto as Exhibit 57 is a true and correct copy of a Netherlands Public Prosecution Service article “Investigation into involvement by Dutch company in 1-billion-dollar international money laundering construction” (dated May 4, 2019)

76. Attached hereto as Exhibit 58 is a true and correct copy of a CFO Economic Times article “Dutch prosecutors arrest 3 for allegedly laundering \$1.2 bn for Ambani unit” (dated April 8, 2019).

77. Attached hereto as Exhibit 59 is a true and correct copy of the NY Department of State, division of corporations, entity information for ARUP Americas Inc.

78. Attached hereto as Exhibit 60 is a true and correct copy of a Brookfield slide deck on sustainability.

79. Attached hereto as Exhibit 61 is a true and correct copy of a Brookfield code of business and ethics.

80. Attached hereto as Exhibit 62 is a true and correct copy of a Citibank N.A. company report.

81. Attached hereto as Exhibit 63 is a true and correct copy of a Citibank N.A. New York City company report.

82. Attached hereto as Exhibit 64 is a true and correct copy of a Brookfield 2024 Press Release “Brookfield Announces Steps to Enhance Corporate Structure and Broaden Shareholder Ownership of Brookfield Asset Management” (dated October 31, 2024).

83. Attached hereto as Exhibit 65 is a true and correct copy of a Cahill Gordon and Reindell LLP company report.

84. Attached hereto as Exhibit 66 is a true and correct copy of a Cahill Gordon and Reindell LLP “Overview of Anticorruption and FCPA.”

85. Attached hereto as Exhibit 67 is a true and correct copy of the NY Department of State, division of corporations, entity information for Cahill Gordon and Reindel LLP.

86. Attached hereto as Exhibit 68 is a true and correct copy of a website screenshot of Brookfield's offices.

87. Attached hereto as Exhibit 69 is a true and correct copy of a list of board of directors from the Brookfield Corporation website.

88. Attached hereto as Exhibit 70 is a true and correct copy of the NY Department of State, division of corporations, entity information for Scotia Capital (USA) Inc.

89. Attached hereto as Exhibit 71 is a true and correct copy of a Scotia Capital Statement of Financial Condition (Unaudited) (dated April 30, 2024).

90. Attached hereto as Exhibit 72 is a true and correct copy of a Scotiabank New York information page.

91. Attached hereto as Exhibit 73 is a true and correct copy of a webpage for ARUP Advisory Services.

92. Attached hereto as Exhibit 74 is a true and correct copy of a Wells Fargo Newsroom article "Wells Fargo Announces Expansion at Hudson Yards" (dated November 27, 2023).

93. Attached hereto as Exhibit 75 is a true and correct copy of The Clearing House RTP Network Participating Financial Institutions webpage.

94. Attached hereto as Exhibit 76 is a true and correct copy of the Federal Reserve Wells Fargo Fedwire information page.

95. Attached hereto as Exhibit 77 is a true and correct copy of excerpts of the Resolution No. 08, Exp. 00031-2017-7-5201-JR-PE-02 (dated May 29, 2019) along with a machine translation.

96. Attached hereto as Exhibit 78 is a true and correct copy of a machine translation of a Oannes article "Warning that sandblasting was going to be lost" (dated December 27, 2011).

97. Attached hereto as Exhibit 79 is a true and correct copy of the El Mundo article “The government would have lied about the cost of the ‘Christ of the Pacific’ by Alan García” (dated June 17, 2011) along with a machine translation.

98. No prior application has been made for the relief sought in this Section 1782 Application.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: New York, New York
November 18, 2024

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